

MINUTES OF THE MEETING OF THE FAIRFAX COUNTY
REDEVELOPMENT AND HOUSING AUTHORITY

December 10, 2015 Regular Meeting

On December 10, 2015, the Commissioners of the Fairfax County Redevelopment and Housing Authority (FCRHA) met in the FCRHA Board Room, One University Plaza, 4500 University Drive, Fairfax, Virginia.

CALL TO ORDER

FCRHA Chair Robert Schwaninger called the Meeting of the FCRHA to order at 7:00 p.m. Attendance was as follows:

PRESENT

Robert Schwaninger, Chairman
Willard Jasper, Vice Chair
John Betts
Robert C. Carlson
Christopher Craig
C. Melissa Jonas
Richard Kennedy
Albert J. McAloon

ABSENT

Matthew Bell
Rod Solomon
H. Charlen Kyle

Also present at the meeting were the following staff of the Department of Housing and Community Development (HCD): Thomas Fleetwood, Acting Director; Robert Easley, Deputy Director, Operations; Hossein Malayeri, Deputy Director, Real Estate, Finance and Development; Kris Miracle, Director, Administration Division; Carol Erhard, Director, Homeownership and Relocation Services Division; Aseem Nigam, Director, Real Estate Finance and Grants Management (REFGM) Division; Debahsish Chakravarty, Sr. Real Estate Finance Officer, REFGM; Nicole Wickliffe, Director, Asset Management Division; Steve Knippler, Senior Program Manager, FCRHA Policy, Reporting and Communications (PRC); Mike Trent, Network Analyst, ISS; Jodi Cienki, FCRHA Assistant and Felicia Thompson, Administrative Assistant, Administration Division. Also in attendance was FCRHA Counsel: Cynthia A. Bailey, Senior Assistant County Attorney; Alan Weiss, Ryan Wolf and Susan Timoner, Assistant County Attorneys.

PUBLIC HEARING

Draft Significant Amendment to the Fiscal Year 2016 Fairfax County Redevelopment and Housing Authority (FCRHA) Moving to Work Plan.

The FCRHA Chair opened the Public Hearing at 7:02. No one had signed up in advance and no one in the audience wanted to speak. Accordingly, the Chair closed the Public Hearing at 7:02.

CITIZEN TIME

The FCRHA Chair opened Citizen Time at 7:02. Mr. James Edmondson, on behalf of AHOME, spoke on a number of issues related to affordable housing. No one else in the

audience wanted to speak. Accordingly, the Chair closed Citizen Time at 7:13.

APPROVAL OF MINUTES
October 29, 2015

Commissioner Kennedy moved to approve the Minutes of the October 29, 2015, FCRHA Meeting, which Commission Jonas seconded. The motion carried with Commissioner Betts and Jasper abstaining.

ACTION ITEMS

1.

RESOLUTION NUMBER 37-15

Approval of Updated Financing Plan for the Preservation and Rehabilitation of the
Murraygate Village Apartments (Lee District)

WHEREAS, Fairfax County Redevelopment and Housing Authority/HCDC Two, LP (the "Partnership") is the owner of Murraygate Village Apartments (the "Project"); and

WHEREAS, Fairfax County Housing and Community Development Corporation (HCDC)(or its successor) is a General Partner of the Partnership; and

WHEREAS, the Fairfax County Redevelopment and Housing Authority (FCRHA) is Managing General Partner and the Limited Partner of the Partnership;

NOW THEREFORE BE IT RESOLVED THAT the Fairfax County Redevelopment and Housing Authority (FCRHA) hereby approving the updated Financing Plan for Murraygate Village Apartments (Lee District) as described in the Action Item presented on December 10, 2015;

BE IT FURTHER RESOLVED THAT the FCRHA authorizes its Chairman, Vice Chairman, Secretary, or any Assistant Secretary to execute all necessary documents in connection with the financing of Rehabilitation of Murraygate Village Apartments which includes, but is not limited to, executing Letters of Intent and Commitment with First Lender and Syndicator, executing the Amended and Restated Partnership Agreement with the Syndicator, executing all necessary forms associated with the 9 percent Low-Income Housing Tax Credit Application and executing all necessary loan and financing documents.

Commissioner McAloon moved to adopt Resolution Number 37-15, which Commissioner Jasper seconded. The motion passed unanimously.

RESOLUTION NUMBER 38-15

Approval to (1) Issue a Request for Financial Services for First Lender (2) and Obtain a Loan from a Private Lender for the Purposes of Financing the Preservation and Rehabilitation of the Murraygate Village Apartments that shall be Secured by the Property in First Lien Position (Lee District)

WHEREAS, Fairfax County Redevelopment and Housing Authority/HCDC Two, LP (the "Partnership") is the owner of Murraygate Village Apartments (the "Project"); and

WHEREAS, Fairfax County Housing and Community Development Corporation (HCDC)(or its successor) is a General Partner of the Partnership; and

WHEREAS, the Fairfax County Redevelopment and Housing Authority (FCRHA) is Managing General Partner and the Limited Partner of the Partnership;

NOW THEREFORE BE IT RESOLVED THAT the Fairfax County Redevelopment and Housing Authority (FCRHA) hereby authorizes approval to issue a Request for Financial Services for a First Lender;

BE IT FURTHER RESOLVED THAT the FCRHA authorizes the obtaining a loan from a Private Lender for the Purposes of Financing the Rehabilitation of Murraygate Village Apartments that shall be secured by the Property in First Lien Position.

BE IT FURTHER RESOLVED THAT the FCRHA authorizes its Chairman, Vice Chairman, Secretary, or any Assistant Secretary to execute all necessary documents in connection with the financing of Rehabilitation of Murraygate Village Apartments which includes, but is not Limited to, executing Letters of Intent and Commitment with First lender and Syndicator, executing the Amended and Restated Partnership Agreement with the Syndicator, executing all necessary forms associated with the 9 percent Low-Income Housing Tax Credit Application and executing all necessary loan and financing documents.

Commissioner McAloon moved to adopt Resolution Number 38-15, which Commissioner Jasper seconded. The motion passed unanimously.

RESOLUTION NUMBER 39-15

Approval for Payment of a Negative Cash Balance in the Approximate Amount of \$261,152 from the FCRHA Operating Fund, for the Purposes of Preservation and Rehabilitation of the Murraygate Village Apartments (Lee District)

WHEREAS, Fairfax County Redevelopment and Housing Authority/HCDC Two, LP (the "Partnership") is the owner of Murraygate Village Apartments (the "Project"); and

WHEREAS, Fairfax County Housing and Community Development Corporation (HCDC)(or its successor) is a General Partner of the Partnership; and

WHEREAS, the Fairfax County Redevelopment and Housing Authority (FCRHA) is Managing General Partner and the Limited Partner of the Partnership;

NOW THEREFORE BE IT RESOLVED THAT the Fairfax County Redevelopment and Housing Authority (FCRHA) hereby approves paying the negative cash balance in the approximate amount of \$261,152 from the FCRHA Operating Fund;

BE IT FURTHER RESOLVED THAT the FCRHA authorizes its Chairman, Vice Chairman, Secretary, or any Assistant Secretary to execute all necessary documents in connection with the financing of rehabilitation of Murraygate Village Apartments which includes, but is not limited to, executing Letters of Intent and Commitment with First lender and Syndicator, executing the Amended and Restated Partnership Agreement with the Syndicator, executing all necessary forms associated with the 9 percent Low-Income Housing Tax Credit Application, executing all necessary loan and financing documents and executing all necessary documents evidencing the forgiveness of the Fairfax County Note.

Commissioner McAloon moved to adopt Resolution Number 39-15, which Commissioner Jasper seconded. The motion passed unanimously.

RESOLUTION NUMBER 40-15

Approval to Assume an Existing \$500,000 FCRHA Loan and Extend the Maturity of the Loan to be Coterminous with the Housing Blueprint Loan (Lee District), for the Purposes of Preservation and Rehabilitation of the Murraygate Village Apartments (Lee District)

WHEREAS, Fairfax County Redevelopment and Housing Authority/HCDC Two, LP (the "Partnership") is the owner of Murraygate Village Apartments (the "Project"); and

WHEREAS, Fairfax County Housing and Community Development Corporation (HCDC)(or its successor) is a General Partner of the Partnership; and

WHEREAS, the Fairfax County Redevelopment and Housing Authority (FCRHA) is Managing General Partner and the Limited Partner of the Partnership;

NOW THEREFORE BE IT RESOLVED THAT the Fairfax County Redevelopment and Housing Authority (FCRHA) hereby authorizes approval to 1) assume an existing \$500,000 FCRHA Loan, and 2) extend the maturity of the loan to be co-terminus with the Housing Blueprint Fund Loan or such longer term as may be required by the investor limited partner, and 3) subordinate the FCRHA Loan to a new first mortgage loan to be obtained from a third party lender, and any other debt obtained in connection with the Preservation and Rehabilitation of the Project, including but not limited to, the Housing Blueprint Fund Loan, the General Partnership Loan and/or any other loans;

BE IT FURTHER RESOLVED THAT the FCRHA authorizes its Chairman, Vice Chairman, Secretary, or any Assistant Secretary to execute all necessary documents in connection with the financing of rehabilitation of Murraygate Village Apartments which includes, but is not limited to, executing Letters of Intent and Commitment with First lender and Syndicator, executing the Amended and Restated Partnership Agreement with the Syndicator, executing all necessary forms associated with the 9 percent Low-Income Housing Tax Credit Application and executing all necessary loan and financing documents.

Commissioner McAloon moved to adopt Resolution Number 40-15, which Commissioner Jasper seconded. The motion passed unanimously.

RESOLUTION NUMBER 41-15

Approval to (1) Establish Murraygate Village Limited Partnership for the Purposes of Applying for and Syndicating Low-Income Housing Tax Credits (LIHTC); (2) Transfer the Project from Fairfax County Redevelopment and Housing Authority/HCDC Two, L.P. to Murraygate Village Limited Partnership; (3) Issue a Request for Financial Services for a Syndicator for 9 Percent Low-Income Housing Tax Credits (LIHTC); and (4) Enter into an Amended and Restated Limited Partnership Agreement with Investor Limited Partner Chosen in Response to the Request for Financial Services (Lee District) for the Purposes of Preservation and Rehabilitation of the Murraygate Village Apartments (Lee District)

WHEREAS, Fairfax County Redevelopment and Housing Authority/HCDC Two, LP (the "Partnership") is the owner of Murraygate Village Apartments (the "Project"); and

WHEREAS, Fairfax County Housing and Community Development Corporation (HCDC)(or its successor) is a General Partner of the Partnership; and

WHEREAS, the Fairfax County Redevelopment and Housing Authority (FCRHA) is Managing General Partner and the Limited Partner of the Partnership;

NOW THEREFORE BE IT RESOLVED THAT the Fairfax County Redevelopment and Housing Authority (FCRHA) hereby approves establishing Murraygate Village Limited Partnership for the purposes of applying for and syndicating low income housing tax credits (LIHTC);

BE IT FURTHER RESOLVED THAT the FCRHA approves transferring the project via Transfer Deed or other conveyance document from Fairfax County Redevelopment and Housing Authority/HCDC Two, L.P. to Murraygate Village Limited Partnership;

BE IT FURTHER RESOLVED THAT the FCRHA approves issuing a Request for Financial Services for a syndicator for 9 percent Low Income Housing Tax Credits (LIHTC);

BE IT FURTHER RESOLVED THAT the FCRHA approves entering into an amended and Restated Limited Partnership Agreement with Investor Limited Partner chosen in response to the Request for Financial Services (Lee District);

BE IT FURTHER RESOLVED THAT the FCRHA authorizes its Chairman, Vice Chairman, Secretary, or any Assistant Secretary to execute all necessary documents in connection with the financing of rehabilitation of Murraygate Village Apartments which includes, but is not limited to, executing Letters of Intent and Commitment with First lender and Syndicator, executing the Amended and Restated Partnership Agreement with the Syndicator, executing all necessary forms associated with the 9 percent LIHTC Application, and executing all necessary conveyance documents.

Commissioner McAloon moved to adopt Resolution Number 41-15, which Commissioner Jasper seconded. The motion passed unanimously.

ADMINISTRATIVE ITEMS

1.

RESOLUTION NUMBER 42-15

Approval to Submit Comments to U.S. Department of Housing and Urban Development (HUD) on Proposed Rule Concerning Smoke-Free Public Housing

BE IT RESOLVED that the Fairfax County Redevelopment and Housing Authority (FCRHA) approves the submission of comments to HUD on the proposed rule concerning smoke-free public housing, as presented to the FCRHA at its

meeting on December 10, 2015.

Commissioner Kennedy moved to adopt Resolution Number 42-15, which Commissioner McAloon seconded. It should be noted that the FCRHA, during the discussion of Resolution Number 42-15, requested several changes to the proposed comments which were the subject of the resolution.

The FCRHA took the following roll call vote:

AYE

Robert Schwaninger, Chairman
Robert C. Carlson
Christopher Craig
C. Melissa Jonas
Richard Kennedy
Albert J. McAloon

NAY

ABSTAIN

The motion passed.

INFORMATION ITEMS

1. Fairfax County Redevelopment and Housing Authority Regular Meeting Summary – October 29, 2015
2. Minutes of the Housing Ownership, Management and Security Committee Meeting – December 2, 2015
3. Minutes of the Finance Committee Meeting – December 2, 2015
4. FCRHA Strategic Plan: Status Report on Fiscal Year 2015 Action Plan – Brief Discussion
5. Rental Assistance Demonstration (RAD) Status Report – Brief Discussion
6. Fairfax County Redevelopment and Housing Authority Calendar of Meetings – January and February 2016

CLOSED SESSION

Commissioner Carlson moved that the Fairfax County Redevelopment and Housing Authority (“FCRHA”) go into Closed Session, pursuant to Virginia Code Section 2.2-3711(A)(7), for discussion pertaining to actual litigation, where such consultation in open meeting would adversely affect the negotiating and litigating posture of the FCRHA, and consultation with legal counsel regarding specific legal matters requiring the provision of legal advice by such counsel. Commissioner McAloon seconded the motion.

The motion carried and the FCRHA went into Closed Session at 7:45 p.m.

OPEN SESSION RESUMES

Commissioner Carlson moved that the members of the FCRHA certify that to the best of their knowledge only public business matters lawfully exempted from the open meeting requirements prescribed by the Virginia Freedom of Information Act and only matters identified in the motion to convene Closed Session were heard, discussed or considered by the FCRHA during Closed Session. Commissioner Jasper seconded the motion.

The FCRHA took the following roll call vote:

AYE

Robert Schwaninger, Chairman
Robert C. Carlson
Christopher Craig
C. Melissa Jonas
Richard Kennedy
Albert J. McAloon

NAY

ABSTAIN

The motion carried unanimously by the commissioners present and the Open Meeting resumed at 8:07 p.m.

BOARD MATTERS – See Attachment #1

ADJOURNMENT

Commissioner Kennedy moved to adjourn the meeting at 8:21, which Commissioner McAloon seconded. The motion carried unanimously.

(Seal)

Robert Schwaninger, Chairman

Thomas Fleetwood, Assistant Secretary